

DECLARATION AND POWER OF ATTORNEY

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name.

I believe I am an original, first and joint inventor of the subject matter which is claimed and for which a patent is sought on the invention entitled USE OF HETEROLOGOUS TRANSCRIPTION FACTORS IN GENE THERAPY, the specification of which

[] is attached hereto
[X] was filed on June 27, 1996 as Application Serial No. 08/672,213.

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information which is material to the examination of this application in accordance with Title 37, CFR 1.56(a).

I hereby claim foreign priority benefits under Title 35, USC 119 of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed:

Prior Foreign Application(s)

Number	Country	Date Filed	Priority Claimed
_____	_____	_____	Yes No
_____	_____	_____	Yes No
_____	_____	_____	Yes No

I hereby claim the benefit under Title 35, USC 120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, USC 112, I acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulation, 1.56(a) which occurred between the filing date of the prior application and the national or PCT international filing date of this application:

Appln. Ser. No.	Filing Date	Status
60/000,553	June 27, 1995	Pending
60/019,614	December 29, 1995	Pending

I hereby appoint the following attorney to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith:

David L. Berstein, Registration No. 31,235
ARIAD Gene Therapeutics, Inc.
26 Landsdowne Street
Cambridge, Massachusetts 02139
Telephone: 617-494-0400 Ext. 266
Facsimile: 617-494-0208

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

Full name of sole or first inventor Michael Z. Gilman

Inventor's signature Michael Z. Gilman Date 11/11/96

Residence 550 Chestnut Street, Newton, Massachusetts 02168, U.S.A.

Post Office Address Same

Citizenship US

Full name of second inventor Sundaran Natesan

Inventor's signature Sundaran Date 11/12/96

Residence 30 Thornton Road, Chestnut Hill, Massachusetts 02167, U.S.A.

Post Office Address Same

Citizenship IN

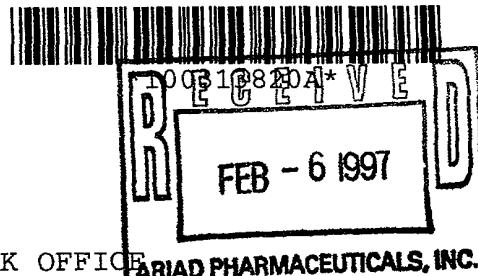
**UNITED STATES DEPARTMENT OF COMMERCE****Patent and Trademark Office**

ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

JANUARY 29, 1997

PTAS

ARIAD GENE THERAPEUTICS, INC.
DAVID L. BERSTEIN
26 LANDSDOWNE STREET
CAMBRIDGE, MA 02139



UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, NORTH TOWER BUILDING, SUITE 10C35, WASHINGTON, D.C. 20231.

RECORDATION DATE: 11/19/1996

REEL/FRAME: 8236/0249
NUMBER OF PAGES: 3

BRIEF: ASSIGNMENT OF ASSIGNOR'S INTEREST (SEE DOCUMENT FOR DETAILS).

ASSIGNOR:

GILMAN, MICHAEL Z.

DOC DATE: 11/11/1996

ASSIGNOR:

NATESAN, SRIDARAN

DOC DATE: 11/12/1996

ASSIGNEE:

ARIAD GENE THERAPEUTICS, INC.
26 LANDSDOWNE STREET
CAMBRIDGE, MASSACHUSETTS 02139

SERIAL NUMBER: 08672213

FILING DATE: 06/27/1996
ISSUE DATE:

DIANE RUSSELE, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

11-26-1996

(Rev. 6-93)

OMB No. 0651-0011 (exp. 4/94)

mail 11-19-95

To the Honorable Commissioner of Patents

100313820

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U.S. DEPARTMENT OF COMMERCE

NOV 19 1996

Patent and Trademark Office

RECEIPT ACCTG. I

Docket No. ARIAD 346B

original documents or copy thereof.

1. Name of conveying party(ies):

Michael Z. Gilman
Sridaran NatesanAdditional name(s) of conveying party(ies) attached? Yes No

3. Nature of conveyance:

Assignment Merger

Security Agreement Change of Name

Other _____

Execution Date: _____

2. Name and address of receiving party(ies)

Name: ARIAD Gene Therapeutics, Inc.

Internal Address: _____

Street Address: 26 Lansdowne StreetCity: Cambridge State: MA ZIP: 02139Additional name(s) and address(es) attached? Yes No

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s)

08/672,213

B. Patent No.(s)

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: ARIAD Gene Therapeutics, Inc.Internal Address: David L. Bernstein6. Total number of applications and patents involved: 17. Total fee (37 CFR 3.41).....\$ 40.00 Enclosed Authorized to be charged to deposit account

8. Deposit account number:

01/2315Street Address: 26 Lansdowne StreetCity: Cambridge State: MA ZIP: 02139

DO NOT USE THIS SPACE

BS08252 11/25/96 08672213

01-2315 080 581

40.00CH

9. Statement and signature

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

David L. Bernstein

Name of Person Signing

Signature

11/14/96

Date

Total number of pages including cover sheet, attachments, and document: 3

Docket No.: ARIAD 346B

I hereby certify that this paper is being deposited with the United States Postal Service "First Class Mail" on the date indicated below and is addressed to the Commissioner of Patents and Trademarks, Box Assignments, Washington, DC 20231

Date November 17th 1996
Signed J. H. Saly

ASSIGNMENT

WHEREAS, WE, Michael Z. Gilman and Sridaran Natesan (herein called "Assignors"), residing at 550 Chestnut Street, Newton, Massachusetts 02168, and 30 Thornton Road, Chestnut Hill, Massachusetts 02167 respectively are the inventors of the invention in USE OF HETEROLOGOUS TRANSCRIPTION FACTORS IN GENE THERAPY for which we have executed an application for a Patent of the United States which was filed on June 27, 1996 as Application Serial No. 08/672,213;

and WHEREAS, ARIAD Gene Therapeutics, Inc. (herein called "Assignee"), having an address at 26 Landsdowne Street, Cambridge, Massachusetts 02139 is desirous of obtaining the entire right, title and interest in, to and under the said invention and the said application:

NOW, THEREFORE, in consideration of good and valuable consideration, the receipt of which is hereby acknowledged, we, the said Assignors, have sold, assigned, transferred and set over, and by these presents do hereby sell, assign, transfer and set over, unto the said Assignee, its successors, legal representatives and assigns, the entire right, title and interest in, to and under the said invention, and the said United States' application and all division, renewals and continuations thereof, and all Patents of the United States which may be granted thereon and all reissues and extensions thereof; and all applications for industrial property protection, including, without limitation, all applications for patents, utility models, and designs which may hereafter be filed for said invention in any country or countries foreign to the United States, together with the right to file such application and the right to claim for the same the priority rights derived from said United States application under the Patent Laws of the United States, the International Convention for the Protection of Industrial Property, or any other international agreement or the domestic laws of the country in which any such application is filed, as may be applicable; and all forms of industrial property protection, including, without limitation, patents, utility models, inventors' certificates and designs which may be granted for said invention in any country or countries foreign to the United States and all extensions, renewals and reissues thereof;

AND WE HEREBY authorize and request the Commissioner of Patents and Trademarks of the United States, and any Official of any country or countries foreign to the United States, whose duty it is to issue patents or other evidence or forms of industrial property protection on applications as aforesaid, to issue the same to the said Assignee, its successors, legal representatives and assigns, in accordance with the terms of this instrument.

AND WE HEREBY covenant and agree that we have full right to convey the entire interest herein assigned, and that we have not executed, and will not execute, any agreement in conflict herewith.

AND WE HEREBY further covenant and agree that we will communicate to the said Assignee, its successors, legal representatives and assigns, any facts known to us respecting said invention, and testify in any legal proceeding, sign all lawful papers, execute all divisional, continuing, reissue and foreign applications, make all rightful oaths, and generally do everything possible to aid the said Assignee, its successors, legal representatives and assigns, to obtain and enforce proper protection for said invention in all countries.

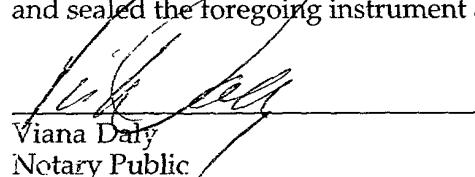
IN TESTIMONY WHEREOF, We hereunto set our hands and seals the day and year set opposite our respective signatures.

Date 11/11/96


Michael Z. Gilman

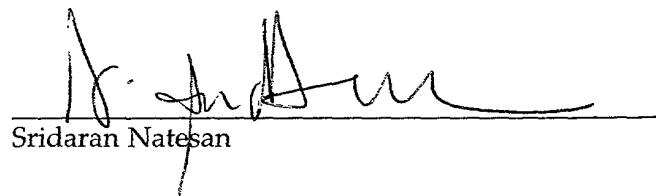
Commonwealth of Massachusetts
County of Middlesex

On this 10th day of November, 1996, before me personally appeared Michael Z. Gilman to me known and known to me to be the person of that name, who signed and sealed the foregoing instrument and acknowledges the same to be his free act and deed.


Viana Daly
Notary Public

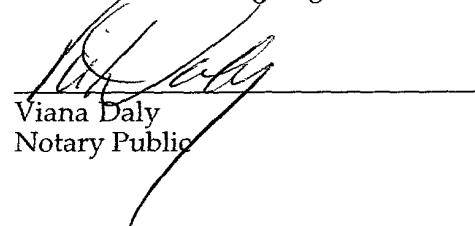
My Commission Expires July 20, 2001

Date 11/12/96


Sridaran Natesan

Commonwealth of Massachusetts
County of Middlesex

On this 6th day of November, 1996, before me personally appeared Sridaran Natesan to me known and known to me to be the person of that name, who signed and sealed the foregoing instrument and acknowledges the same to be his free act and deed.


Viana Daly
Notary Public

My Commission Expires July 20, 2001

Applicant: Michael Z. Gilman and Sridaran Natesan
Serial No.: —
Filed: Herewith
For: Use of Heterologous Transcription Factors in Gene Therapy

Docket No.: ARIAD 346-B

**VERIFIED STATEMENT (DECLARATION) CLAIMING SMALL ENTITY
STATUS (37 CFR 1.9 (f) and 1.27(c)) - SMALL BUSINESS CONCERN**

I hereby declare that I am an official of ARIAD Pharmaceuticals, Inc., 26 Landsdowne Street, Cambridge, Massachusetts 02139.

I hereby declare that the above identified small business concern qualifies as a small business concern as defined in 13 CFR 121.3-18, and reproduced in 37 CFR 1.9(d), for purposes of paying reduced fees under section 41(a) and (b) of Title 35, United States Code, in that the number of employees of the concern, including those of its affiliates, does not exceed 500 persons. For purposes of this statement, (1) the number of employees of the business concern is the average over the previous fiscal year of the concern of the persons employed on a full-time, part-time or temporary basis during each of the pay periods of the fiscal year, and (2) concerns are affiliates of each other when either, directly or indirectly, one concern controls or has the power to control the other, or a third party or parties controls or has the power to control both.

I hereby declare that rights under contract or law have been conveyed to and remain with the small business concern identified above with regard to the invention entitled *Use of Heterologous Transcription Factors in Gene Therapy* by inventor Michael Z. Gilman described in

the specification filed herewith
 application serial no. _____, filed _____.
 patent no. _____, issued _____.

I acknowledge the duty to file, in this application or patent, notification of any change in status resulting in loss of entitlement to small entity status prior to paying, or at the time of paying, the earliest of the issue fee or any maintenance fee due after the date on which status as a small entity is no longer appropriate. (37 CFR 1.28(b))

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application, any patent issuing thereon, or any patent to which this verified statement is directed.

Name David L. Berstein
Title Vice President, Chief Patent Counsel
Address ARIAD Gene Therapeutics, Inc., 26 Landsdowne Street, Cambridge, MA 02139

Signature David L. Berstein Date June 27, 1996

Express Mail Label EH303160092US

Date June 27, 1996

I hereby certify that this paper is being deposited with the United States Postal Service "Express Mail Post Office to Addressee" under 37 CFR 1.10 on the date indicated above and is addressed to the Comm. of Patents and Trademarks, Washington, DC 20231.

Signed David L. Berstein
David L. Berstein